

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

Zohar III, Corp., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Bankruptcy Case No. 18-10512 (KBO)

Jointly Administered

**Related Docket No. 3258**

LYNN TILTON; PATRIARCH PARTNERS  
VIII, LLC; PATRIARCH PARTNERS XIV,  
LLC; PATRIARCH PARTNERS XV, LLC;  
OCTALUNA, LLC; OCTALUNA II, LLC;  
AND OCTALUNA III, LLC,

Plaintiffs-Appellants,

v.

MBIA INC., MBIA INSURANCE  
CORPORATION, U.S. BANK, N.A.,  
ALVAREZ & MARSAL ZOHAR  
MANAGEMENT, CREDIT VALUE  
PARTNERS, LP, BARDIN HILL  
INVESTMENT PARTNERS F/K/A  
HALCYON CAPITAL MANAGEMENT LP,  
COÖPERATIEVE RABOBANK U.A.,  
VÄRDE PARTNERS, INC., ASCENSION  
ALPHA FUND LLC, ASCENSION HEALTH  
MASTER PENSION TRUST, CAZ  
HALCYON OFFSHORE STRATEGIC  
OPPORTUNITIES FUND, L.P., CAZ  
HALCYON STRATEGIC OPPORTUNITIES  
FUND, L.P., BROWN UNIVERSITY, HCN  
LP, HALCYON EVERSOURCE CREDIT  
LLC, HLF LP, HLDR FUND I NUS LP,  
HLDR FUND I TE LP, HLDR FUND I UST  
LP, HALCYON VALLÉE BLANCHE

Adversary Proc. No. 19-50390 (KBO)

**Related Docket No. 237**

**Case No. 1:22-cv-00400 (TLA)**

<sup>1</sup> The Debtors, and, where applicable, the last four digits of each of their respective taxpayer identification numbers, are as follows: Zohar III, Corp. (9612), Zohar II 2005-1, Corp. (4059), Zohar CDO 2003-1, Corp. (3724), Zohar III, Limited (9261), Zohar II 2005-1, Limited (8297), and Zohar CDO 2003-1, Limited (5119). The Debtors' address is 3 Times Square, c/o FTI Consulting, Inc., New York, NY 10036.

MASTER FUND LP, BARDIN HILL  
 EVENT- DRIVEN MASTER FUND LP,  
 PRAETOR FUND I, A SUB FUND OF  
 PRAETORIUM FUND I ICAV; HIRTLE  
 CALLAGHAN TOTAL RETURN  
 OFFSHORE FUND LIMITED; HIRTLE  
 CALLAGHAN TOTAL RETURN  
 OFFSHORE FUND II LIMITED; HIRTLE  
 CALLAGHAN TRADING PARTNERS, L.P.;  
 AND THIRD SERIES OF HDML FUND I  
 LLC.,

Defendants-Appellees.

**DEFENDANTS-APPELLEES' DESIGNATION OF  
 ADDITIONAL ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL**

Defendants-Appellees, pursuant to Rule 8009(a)(2) of the Federal Rules of Bankruptcy Procedure, hereby submit this Designation of Additional Items to Be Included in the Record on Appeal in connection with *Appellants' Designation of Record and Statement of Issues on Appeal Pursuant to Rule 8009(a) of the Federal Rules of Bankruptcy Procedure*, filed on April 12, 2022 (D.I. 5).

**DESIGNATION OF ADDITIONAL ITEMS FOR THE RECORD ON APPEAL**

<b>Date Filed</b>	<b>A.P. No. 19-50390 (KBO) Docket No.</b>	<b>Document Description</b>
10/30/2020	66	Motion Of The Zohar III Controlling Class To Dismiss The Complaint Under Federal Rule Of Civil Procedure 12(b)(6) Made Applicable By Bankruptcy Rule 7012
10/30/2020	67	Defendants MBIA Inc.'s and MBIA Insurance Corporation's Motion To Dismiss Equitable Subordination Complaint
10/30/2020	68	Memorandum Of Law Of The Zohar III Controlling Class In Support Of Their Motion To Dismiss The Complaint Under Federal Rule Of Civil Procedure 12(b)(6) Made Applicable By Bankruptcy Rule 7012

<b>Date Filed</b>	<b>A.P. No. 19-50390 (KBO) Docket No.</b>	<b>Document Description</b>
10/30/2020	71	Defendants MBIA Inc.'s and MBIA Insurance Corporation's Memorandum Of Law In Support Of Their Motion To Dismiss Equitable Subordination Complaint
03/02/2021	109	Reply Memorandum Of Law Of The Zohar III Controlling Class In Further Support Of Their Motion To Dismiss The Complaint
03/30/2021	123	Defendants MBIA Inc.'s and MBIA Insurance Corporation's Reply Memorandum Of Law In Further Support Of Their Motion To Dismiss Equitable Subordination Complaint
11/19/2021	140	Defendant U.S. Bank National Association's Letter to the Honorable Karen B. Owens regarding Supplemental Authority
01/21/2022	165 & 165-1	Order Approving Stipulation Regarding the Motion to Dismiss Briefing Schedule and, attached as Exhibit 1 thereto, the Parties' Stipulation
04/13/2022	268	Transcript of proceedings held on April 13, 2022 regarding Plaintiffs' Motion for a Stay Pending Appeal of the Bankruptcy Court's Order on Defendants' Motion to Dismiss the Amended Complaint for Equitable Subordination
10/26/2016	N/A	Memorandum Opinion in <i>Zohar CDO 2003-1, LLC v. Patriarch Partners, LLC</i> , C.A. No. 12247- VCS, 2016 WL 6248461 (Del. Ch. Oct. 26, 2016) (the "Books & Records Decision")
11/30/2017	N/A	Memorandum Opinion in <i>Zohar II 2005-1, Ltd. v. FSAR Holdings, Inc.</i> , C.A. No. 12946-VCS, 2017 WL 5956877 (Del. Ch. Nov. 30, 2017) (the "Delaware 225 Decision")
12/29/2017	N/A	Opinion & Order in <i>Zohar CDO 2003-1, Ltd. v. Patriarch Partners, LLC</i> , 286 F. Supp. 3d 634 (S.D.N.Y. 2017) (the "RICO MTD Decision")
09/29/2021	N/A	Opinion and Order in <i>Zohar CDO 2003-1, Ltd. v. Patriarch Partners, LLC</i> , Case No. 17-cv-00307, 2021 WL 4460547 (S.D.N.Y. Sept. 29, 2021) (the "SDNY MTD Decision")

Dated: April 26, 2022  
Wilmington, Delaware

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